

INDIANA TOLL ROAD OVERSIGHT BOARD

Minutes of the December 5, 2018 Meeting

I. Roll Call and Determination of a Quorum

Toll Road Compliance Manager, Woodson Dresden acted as Secretary for the meeting. The following Board members attended Commissioner Joe McGuiness (Designee of Governor Holcomb), Dan Huge (Designee of IFA Chairman), John Letherman (Governor's Appointee), Paul Boone (Designee of INDOT Commissioner), Bill Hanna (Governor's Appointee) and Kevin Kelly (Governor's Appointee). No members were absent. A quorum was therefore present for conducting business. Others in attendance were: Nic Barr, CEO, and Rick Fedder, COO ITR Concession Company, LLC or "ITRCC".

II. Call to Order and Welcome to Guests

Commissioner McGuiness called the meeting to order at 1:00 pm at the Indiana Finance Authority, 100 North Capitol Avenue, Suite 900, Indianapolis, Indiana and welcomed all of the Board members and guests in attendance.

III. Recognition of Compliance with the Open Door Law

Commissioner McGuiness stated that notice of the meeting and the agenda had been timely and properly posted in advance and in accordance with Indiana's Open Door Law requirements regarding public meetings. Notice was also sent to all media requesting notices of the Board meeting.

IV. Review and Approval of Minutes for the Meeting held on December 6, 2017

John Letherman made a motion to approve the minutes of the last meeting of the Board held on December 6, 2017, copies of which had been distributed to each Board member. The motion was seconded by Dan Huge. The Board members present then unanimously approved the minutes in the form submitted.

V. Report of the Toll Road Oversight Director

Woodson Dresden summarized for the Board the information included in the required reports that ITRCC submits to the IFA for the third quarter of 2018, and the inspections of the ITR contracted by IFA.

VI. Report of the Concessionaire

Mr. Fedder and Mr. Barr provided the Report of the Concessionaire (see attached).

Mr. Fedder detailed:

1. Annual Plan Submissions
2. ITRCC Winter Readiness
3. ITR Construction Update
4. Business Continuity Plan & Disaster Recovery
5. October 2017 Refinancing Transaction

6. Update on New Administration Building

VII. Electronic Meeting Policy

Mr. Huge presented Oral Resolution 1-2018 which approves an electronic meeting policy. The policy was presented to the members. Mr. Kelly made a motion to approve Oral Resolution 1-2018. Mr. Boone seconded the motion, which passed unanimously.

VII. Other Unfinished Business.

Mr. Letherman inquired if there had been any progress in determining the reason for traffic diversion at highway 20 and the problems with cellular connectivity along that section of the Indiana Toll Road. Mr. Barr indicated he would review the situation. In addition, Mr. Letherman advised the group of the one million acres of commercial real estate that will be available in 2019 in Elkhart County.

Mr. Kelly inquired as to whether this board needs to continue. Mr. Huge said he would talk with the Governor's office about it.

XI. Adjournment

Commissioner McGuiness called for a motion to adjourn the meeting. A motion was made by Mr. Kelly, seconded by Mr. Huge, and unanimously approved by the Board. The meeting was then adjourned at approximately 1:51 pm.